



09-05-2003

9.2-03

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| Form PTO-1594<br>(Rev. 03/01)<br>OMB No. 0651-0027 (exp. 5/31/2002)<br>Tab settings $\Rightarrow \Rightarrow \Rightarrow$  |   | R<br><br>102542248 | U.S. DEPARTMENT OF COMMERCE<br>U.S. Patent and Trademark Office |
| To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.  |   |   |   |
| 1. Name of conveying party(ies):<br>FS CONCEPTS, INC. <span style="float: right; font-size: 1.5em;">9.2-03</span><br><br><div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Individual(s)<br/> <input type="checkbox"/> General Partnership<br/> <input checked="" type="checkbox"/> Corporation-State<br/> <input type="checkbox"/> Other Delaware         </div> <div> <input type="checkbox"/> Association<br/> <input type="checkbox"/> Limited Partnership         </div> </div> Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br><br>3. Nature of conveyance:<br><div style="display: flex; justify-content: space-between;"> <div> <input checked="" type="checkbox"/> Assignment<br/> <input type="checkbox"/> Security Agreement<br/> <input type="checkbox"/> Other         </div> <div> <input type="checkbox"/> Merger<br/> <input type="checkbox"/> Change of Name         </div> </div> Execution Date: August 5, 2003 | 2. Name and address of receiving party(ies)<br>Name: Fantastic Sams Franchise Corporation<br>Internal Address:<br>Street Address: 10517 Garden Grove Boulevard<br>City: Garden Grove State: CA Zip: 92843<br><br><div> <input type="checkbox"/> Individual(s) citizenship<br/> <input type="checkbox"/> Association<br/> <input type="checkbox"/> General Partnership<br/> <input type="checkbox"/> Limited Partnership<br/> <input checked="" type="checkbox"/> Corporation-State Delaware<br/> <input type="checkbox"/> Other         </div> <div style="font-size: 0.8em;">         If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br/>         (Designations must be a separate document from assignment)<br/>         Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No       </div> |   |   |
| 4. Application number(s) or registration number(s):<br>A. Trademark Application No.(s) 75/164,284<br>B. Trademark Registration No.(s) see attached Schedule I<br><br>Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No   | RECEIVED OPR<br>2003 SEP -2 PM 3:06<br>ASSIGNMENT DIV   |   |   |
| 5. Name and address of party to whom correspondence concerning document should be mailed:<br>Name: Scott M. Kareff, Esq.<br>Internal Address: Schulte, Roth & Zabel LLP<br><br>Street Address: 919 Third Avenue<br><br>City: New York State: NY Zip: 10022   | 6. Total number of applications and registrations involved: 35<br><br>7. Total fee (37 CFR 3.41) \$ 890<br><div> <input type="checkbox"/> Enclosed<br/> <input checked="" type="checkbox"/> Authorized to be charged to deposit account         </div> 8. Deposit account number:<br>500675 - Schulte Roth & Zabel LLP  |   |   |
| DO NOT USE THIS SPACE  |   |   |   |
| 9. Signature.<br><br><div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="text-align: center;">           Reine H. Glanz<br/>           Name of Person Signing         </div> <div style="text-align: center;"> <br/>           Signature         </div> <div style="text-align: center;">           August 29, 2003<br/>           Date         </div> </div> <div style="text-align: center; margin-top: 5px;">         Total number of pages including cover sheet, attachments, and document: 8       </div>   |   |   |   |

Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patent & Trademarks, Box Assignments  
 Washington, D.C. 20231

09/03/2003 6TOM11 00000002 500675 75164284

01 FC:8521 40.00 DA  
 02 FC:8522 850.00 DA

TRADEMARK  
 REEL: 002818 FRAME: 0065

**SCHEDULE I****U.S. TRADEMARKS**

| <b>Trademark</b>                          | <b>Country</b> | <b>Registration No.</b> |
|---|----------------|-------------------------|
|   |                |                         |
| SAM                                       | United States  | 892,597                 |
| SAM'S                                     | United States  | 892,598                 |
| FANTASTIC SAM'S AND DESIGN                | United States  | 1,126,066               |
| THE ORIGINAL AMERICAN FAMILY HAIRCUTTERS  | United States  | 1,221,322               |
| FANTASTIC SAMS AND DESIGN                 | United States  | 1,238,922               |
| THE ORIGINAL FAMILY HAIRCUTTERS           | United States  | 1,327,500               |
| HIBISCUS DESIGN                           | United States  | 1,357,383               |
| EL PRIMER SALON FAMILIAR                  | United States  | 1,530,283               |
| QUICK & EASY PERM                         | United States  | 1,576,976               |
| FANTASTIC FUZZY                           | United States  | 1,593,104               |
| FANTASTIC                                 | United States  | 1,611,636               |
| SAM'S                                     | United States  | 1,728,332               |
| FANTASTIC SAM'S SERVICE AND MORE SERVICE  | United States  | 1,875,692               |
| FANTASTIC COLOR                           | United States  | 1,894,764               |
| FANTASTIC TANS                            | United States  | 1,895,436               |
| FANTASTIC COLOR                           | United States  | 1,899,337               |
| FANTASTIC SAMS                            | United States  | 1,909,009               |
| FANTASTIC SAMS                            | United States  | 1,953,680               |
| FS AND DESIGN                             | United States  | 1,978,797               |
| YOU CAN AFFORD TO LOOK THIS GOOD          | United States  | 2,019,425               |
| A PROFESSIONAL LOOK WITH A PERSONAL TOUCH | United States  | 2,045,953               |
| BOTANIC                                   | United States  | 2,090,231               |
| FS (STYLIZED)                             | United States  | 2,099,297               |
| FS (STYLIZED)                             | United States  | 2,147,180               |
| GOTTA BE THE HAIR                         | United States  | 2,170,303               |
| FANTASTIPS                                | United States  | 2,180,663               |
| FS NATIONAL ACADEMY ON TOUR               | United States  | 2,190,697               |
| FS NATIONAL ACADEMY                       | United States  | 2,195,280               |
| TEAMMENTOR                                | United States  | 2,198,140               |
| FS NATIONAL ACADEMY                       | United States  | 2,254,792               |
| LIFECIRCLE                                | United States  | 2,308,223               |
| FANTASTIC SAMS (STYLIZED)                 | United States  | 2,374,938               |
| SMOOTHEE                                  | United States  | 2,422,755               |
| SMOOTHEE                                  | United States  | 2,498,783               |

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TRADEMARK ASSIGNMENT

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**SCHEDULE A****TRADEMARKS**

| <b>Trademark</b>   | <b>Country</b> | <b>Registration No.</b> |
|--|----------------|-------------------------|
| Fantastic Sams (Stylized)  | United States  | 2,374,938               |
| A Professional Look with A Personal Touch                                | United States  | 2,045,953               |
| Botanic  | United States  | 2,090,231               |
| Fantastic  | United States  | 1,611,636               |
| Fantastic Color  | United States  | 1,899,337               |
| Fantastic Color  | United States  | 1,894,764               |
| Fantastic Fuzzy  | United States  | 1,593,104               |
| Fantastic Sam's and Design   | United States  | 1,126,066               |
| Fantastic Sams and Design  | United States  | 1,238,922               |
| Fantastic Sams   | United States  | 1,909,009               |
| Fantastic Sams   | United States  | 1,953,680               |
| Fantastic Tans   | United States  | 1,895,436               |
| FS (Stylized)  | United States  | 2,147,180               |
| FS (Stylized)  | United States  | 2,099,297               |
| FS and Design  | United States  | 1,978,797               |
| Sam's  | United States  | 1,728,332               |
| You Can Afford To Look This Good   | United States  | 2,019,425               |
| Fantastic Sam's with Hibiscus Design and the Original Family Haircutters | Canada         | TMA354175               |
| Fantastic Sam's  | Canada         | TMA295151               |
| Fantastic  | Canada         | TMA511385               |
| FS   | Canada         | TMA511388               |
| FS Design and Hair Care  | Canada         | TMA511360               |
| Fantastic Sam's  | Japan          | 4127226                 |
| Fantastic Sam's (In Katakana)  | Japan          | 4127227                 |
| Hibiscus Logo  | Japan          | 4151337                 |
| Gotta be the Hair  | United States  | 2170303                 |
| Hibiscus Design  | United States  | 1357383                 |
| Quick & Easy Perm  | United States  | 1576976                 |
| Sam's  | United States  | 892598                  |
| The Original Family Haircutters  | United States  | 1327500                 |
| FS National Academy  | United States  | 2254792                 |
| Smoothee   | United States  | 2,422,755               |
| Smoothee   | United States  | 2,498,783               |
| El Primer Salon Familiar   | United States  | 1,530,283               |
| FS National Academy  | United States  | 2,195,280               |
| FS National Academy On Tour  | United States  | 2,190,697               |

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| Fantastic Sam's  | Austria       | 122387       |
| Fantastic Sam's  | Benelux       | 445558       |
| Fantastic Sam's Logo   | Benelux       | 445559       |
| The Original Family Haircutters  | Benelux       | 442549       |
| Fantastic Sam's  | Bolivia       | 49084        |
| Fantastic Sam's  | Brazil        | 814647910    |
| Fantastic Sam's With Hibiscus Design And Coiffure Our La Famille In Lower Case Letters | Canada        | TMA351535    |
| Fantastic Sam's  | China P.R.    | 873960       |
| Fantastic Sam's  | China P.R.    | 876109       |
| Fantastic Sam's Service and More Service   | China P.R.    | 900439       |
| The Original Family Haircutters  | China P.R.    | 900440       |
| Fantastic Sam's and Hibiscus Design  | Columbia      | 135656       |
| Hibiscus Design  | Columbia      | 135633       |
| Hibiscus Design  | Columbia      | 135630       |
| The Original Family Haircutters  | Columbia      | 141479       |
| The Original Family Haircutters and Design   | Columbia      | 135674       |
| Fantastic Sam's  | Denmark       | VR1992/00143 |
| Fantastic Sam's  | Finland       | 112750       |
| Fantastic Sam's  | France        | 1451389      |
| The Original Family Haircutters  | France        | 1477612      |
| Fantastic Sam's  | Germany       | 1162987      |
| Hibiscus Design  | Germany       | 1127041      |
| Fantastic Sam's  | Great Britain | B1316374     |
| Hibiscus Design  | Great Britain | 1429490      |
| Hibiscus Design  | Great Britain | 1429491      |
| The Original Family Haircutters  | Great Britain | 1316562      |
| Fantastic Sam's  | Greece        | 88723        |
| Hibiscus Design  | Greece        | 88728        |
| The Original Family Haircutters  | Greece        | 88727        |
| The Original Family Haircutters  | India         |              |
| Fantastic Fuzzy  | India         |              |
| Fantastic Fuzzy and Design   | India         |              |
| FS Logo  | India         |              |
| Fantastic Sam's  | Italy         | 838525       |
| Hibiscus Design  | Italy         | 521063       |
| The Original Family Haircutters  | Italy         | 838524       |
| Fantastic Sam and Katakana Characters  | Japan         | 1851613      |
| Fantastic Sam's  | Japan         | 2218299      |

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| Fantastic Sam's Japan                    | Japan         | 2336922    |
| Fantastic Sam's Japan                    | Japan         | 2335535    |
| Fantastic Sam's Japan                    | Japan         | 2419323    |
| Hibiscus Design                          | Japan         | 2310976    |
| Hibiscus Logo Design                     | Japan         | 4140240    |
| Original Family Haircutters              | Japan         | 2693539    |
| El Primer Salon Familiar                 | Mexico        | 477647     |
| Fantastic Color                          | Mexico        | 477650     |
| Fantastic Sam's                          | Mexico        | 351857     |
| Fantastic Sam's                          | Mexico        | 353413     |
| Hibiscus Design                          | Mexico        | 354185     |
| Hibiscus Design                          | Mexico        | 354184     |
| Hibiscus Design                          | Mexico        | 354186     |
| The Original Family Haircutters          | Mexico        | 353241     |
| The Original Family Haircutters          | Mexico        | 353532     |
| The Original Family Haircutters          | Mexico        | 353531     |
| Fantastic Sam's                          | Norway        | 139425     |
| Fantastic Sam's                          | Paraguay      | 215774     |
| Fantastic Sam's                          | Paraguay      | 215773     |
| Fantastic Sam's                          | Singapore     | S/B4202/88 |
| Hibiscus Design                          | Singapore     | S/3349/88  |
| The Original Family Haircutters          | Singapore     | B4201/88   |
| FS & Design                              | South Africa  | 98/06873   |
| Fantastic Sam's                          | South Africa  | 98/06874   |
| Fantastic Sams (Stylized)                | South Korea   | 3399       |
| Fantastic Sam's                          | Spain         | 1241329    |
| Fantastic Sam's                          | Sweden        | 213926     |
| Fantastic Sam's                          | Switzerland   | 362233     |
| Hibiscus Design                          | Switzerland   | 362375     |
| The Original Family Haircutters          | Switzerland   | 362232     |
| Fantastic Sams (Stylized)                | Taiwan        | 929679     |
| Fantastic Sams (Stylized)                | Taiwan        | S132088    |
| Fantastic Sam's                          | Uruguay       | 326983     |
| Fantastic Sam's                          | Venezuela     | 64-S       |
| Fantastic Sam's Service And More Service | United States | 1875692    |
| Lifecircle                               | United States | 2308223    |
| Teammentor                               | United States | 2198140    |
| The Original American Family Haircutters | United States | 1221322    |
| Backstage                                | United States | 75/164,284 |
| SAM                                      | United States | 892597     |
| Fantastips                               | United States | 2180663    |

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TRADEMARK ASSIGNMENT

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TRADEMARK  
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## **TRADEMARK ASSIGNMENT**

WHEREAS FS CONCEPTS, INC., a corporation duly organized and existing under the laws of the State of Delaware, ("Assignor"), owns all right, title and interest in and to the trademarks, and any applications and registrations therefor, as set forth in the attached Schedule A, and all common law rights to such trademarks and all of the goodwill of the business symbolized thereby and associated therewith (all collectively, the "Trademarks"); and

WHEREAS, FANTASTIC SAMS FRANCHISE CORPORATION, a corporation duly organized and existing under the laws of the State of Delaware, ("Assignee") wishes to acquire all of Assignor's right, title and interest in and to the Trademarks together with the goodwill of the business symbolized thereby and the entire business and/or portion thereof to which the Trademarks pertain, and Assignor wishes to assign same to Assignee.

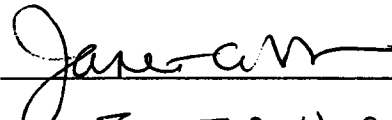
NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, sells and transfers unto Assignee its entire right, title and interest throughout the world in perpetuity in and to the Trademarks, including common law rights, together with the goodwill of the business symbolized thereby and the entire business and/or portion thereof to which the Trademarks pertain, and the right to sue and recover for all past, present and future infringements and other violations of the Trademarks, the same to be held and enjoyed by Assignee, its successors and assigns to the same extent that such would have been held and enjoyed by Assignor had this assignment not been made. Assignor hereby covenants and agrees to provide any further necessary documentation and do all further acts reasonably requested by Assignee in this regard to confirm and perfect title in and to the Trademarks in Assignee, its successors, assigns, or other legal representatives.

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IN WITNESS WHEREOF, Assignor has executed this Trademark Assignment as an instrument under seal as of this 5<sup>TH</sup> day of AUGUST 2003.

ASSIGNOR:

FS CONCEPTS, INC.

  
Name: JANET A. HARMER

Title: CFO

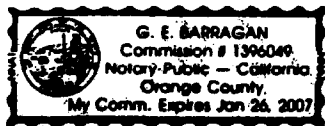
**CERTIFICATE OF ACKNOWLEDGMENT**


STATE OF CALIFORNIA

SS.:

COUNTY OF ORANGE

On this 5<sup>TH</sup> day of AUGUST 2003, before me, the undersigned, personally appeared JANET A. HARMER, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.



  
[NOTARY SEAL]

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TRADEMARK ASSIGNMENT  
PAGE 2

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ASSIGNEE:

FANTASTIC SAMS FRANCHISE CORPORATION

Name:

Title:

John F. Keilt  
JOHN F. KEILT  
PRESIDENT

**CERTIFICATE OF ACKNOWLEDGMENT**

STATE OF New York

COUNTY OF New York

SS.:

On this 7<sup>th</sup> day of August 2003, before me, the undersigned, personally appeared John F. Keilt, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Brett Director  
[NOTARY SEAL]

BRETT DIRECTOR  
Notary Public, State of New York  
No. 00015059997  
Qualified in New York County  
Commission Expires May 6, ~~1998~~  
2004

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RECORDED: 09/02/2003

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